A few courts have adopted the still less tenable rule of the principal case, that a conviction by a justice of the peace, at the plaintiff's instigation, is always void. *Bradley* v. *State*, 32 Ark. 723. Support has been found for this doctrine in an early Massachusetts case, *Commonwealth* v. *Alderman*, 4 Mass. 477. Though in the meagre report no fraud appears to have been alleged, it is highly probable that it did exist and that the unnamed case the court affected to follow was also based on the same ground. The feeling that a self-accuser must be fraudulent has doubtless also been largely responsible for this result. But fraud as above shown need not necessarily vitiate a proceeding. Moreover, it is obvious that a wrong doer, knowing himself to be liable to a fine, might in good faith confess his fault to a justice and suffer his punishment. In such a case, and such in default of any evidence to the contrary, we must assume the principal case to be, to hold the defendant's conviction void would be extreme injustice. If self-accusation gives too great an opportunity for fraudulent collusion, it should be regulated by statute. Thus, except for the authority of a few recent cases, themselves based on the uncertain authority of *Commonwealth* v. *Alderman*, *supra*, the principal case is entirely without support.

---

LAND BOUNDED BY AN INTENDED STREET. — An interesting question of boundaries is discussed in *Graham* v. *Stern*, 64 N. Y. Supp. 728 (Sup. Ct. App. Div., First Dept.). In 1804, the city of New York, owning certain common lands, granted to the plaintiff's predecessor in title a lot bounded on one of its sides "by a street sixty feet in breadth." This street had been designated on a map, but as a matter of fact was never opened. It was held, that the grant extended only to the side of the street, not to its centre.

The general rule is that a deed of land bounded "by" a way carries the soil of the grantor *usque ad medium filum viæ*. This rule is based on sound public policy. The strip of land is of little use to the grantor except for the purposes of extortion; while it may be of distinct value to the grantee, not only in case the way is moved or closed, but to give him the power to protect his rights as an abutter against a wrongful user of the way. These reasons apply with equal force in case of an intended way, not yet laid out, and though there is much difference of opinion, it seems better to make no distinction between existing and unopened ways. *Bissell* v. *New York Central Railroad Company*, 23 N. Y. 61. It is of course possible expressly to exclude the road from the operation of the deed, but by the better view the general rule is applied except where it would do manifest violence to the express words of the deed, or to its intent in the light of the circumstances surrounding the grant. Thus, mere mention of the side, or reference to measurements, to monuments, or to a map which would not include the way, are not sufficient to prevent its passing under the deed. *Berridge* v. *Ward*, 10 C. B., N. S. 400; *Cox* v. *Freedley*, 33 Pa. St. 124.

In the principal case the decision is based on two grounds. In the first place, by statute in 1793, the fee of all streets in New York city was transferred to the city corporation, and the legal title of all streets since opened has been held to vest at once in the city. The court, therefore, argued that the unlikelihood that the city would grant out what it would have to buy back when the street should be opened was a circumstance

which sufficiently showed that the fee of the street was not intended to pass under the deed. Yet in view of the extent to which the general rule is applied, this fact does not seem adequate to prevent its application here. The street might never be opened, as indeed was the fact in the principal case; or it might have been intended that the grantee should enjoy the use of the land until the street should be opened. The court further bases its opinion on the old New York city street cases, which held that the general rule did not apply to unopened streets in the city of New York. *In re Seventeenth Street*, 1 Wend. 262. These cases, admittedly applying a different rule in New York city from that prevailing in the rest of the state, have been severely criticised (see *Bissell* v. *New York Central Railroad Company*, *supra*), and cannot be considered good authority. It is therefore to be regretted that the court did not see fit to follow the opinion of the vigorously dissenting presiding justice.

---

WHAT IS A CORPORATION? — Formerly it may have been possible to give a satisfactory answer to this question, but not so to-day. At the time of Coke the division between a partnership and a corporation was marked. But with the growth of commerce a new sort of partnership has developed. In view of the benefits incidental to corporate action, the legislatures gradually provided that certain of the ordinary incidents of a corporation might be acquired by partnerships. Thus limited partnerships and partnerships not terminated by the death of a partner arose. So many indeed have become these legislative changes that what one may well call a new system of organizations has been created. At the same time the legislatures have more frequently limited the powers granted to companies organized for certain business purposes while continuing to employ the name "corporation" in their creation. Thus corporations almost shade into partnerships, while so-called partnerships on their part may possess the attributes of corporations; and this development has been so gradual that the new organizations retain both in popular usage and in statutes the name of the class from which they were evolved. Consequently it is apparent that a different result will be reached according as to whether the courts approach the matter with the hypothesis that an organization possessing certain attributes is a corporation or regard it, as the legislatures do, from the standpoint of the organization's origin. When it is remembered that the jurisdiction of a court over an action may depend on whether one of the parties is or is not a corporation, the importance of this question may be realized.

A recent decision of the Supreme Court of the United States turns upon this point. *Great Southern Hotel Co.* v. *Jones*, 177 U. S. 449. The plaintiff was a partnership association organized under a Pennsylvania statute which enacted that partnership associations might be formed by three or more persons, for a period of not more than twenty years, with limited liability, with power to sue and be sued and to acquire, hold, and convey real estate in the associate name, and governed by an elective board of managers; the shares to be personal property and transferable in such ways as the shareholders should provide, but in default of such provision a transferree was not to become a member of the corporation unless elected by the members. The association was held not to be a corporation. This decision follows several Pennsylvania and Massa-